

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

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| In re: |) | Chapter 11 |
| |) | |
| SUNPOWER CORPORATION, et al., ¹ |) | Case No. 24-11649 (CTG) |
| |) | |
| Debtors. |) | (Jointly Administered) |
| |) | |
| |) | Re: D.I. 1231 |
| |) | |

**ORDER APPROVING FIRST AND FINAL
FEE APPLICATION OF KIRKLAND & ELLIS
LLP AND KIRKLAND & ELLIS INTERNATIONAL LLP,
ATTORNEYS FOR THE DEBTORS AND DEBTORS IN POSSESSION, FOR THE
PERIOD FROM AUGUST 5, 2024, THROUGH AND INCLUDING NOVEMBER 14, 2024**

Upon consideration of the final fee application of Kirkland & Ellis LLP and Kirkland & Ellis International LLP (together, “K&E”), attorneys to the above-captioned debtors and debtors in possession, for allowance of compensation and reimbursement of expenses (the “Application”²) for the period of August 5, 2024 through and including November 14, 2024 (the “Final Period”); and all of the requirements, as applicable, of sections 327, 328, 330 and 503(b) of title 11 of the United States Code, as well as rule 2016 of the Federal Rules of Bankruptcy Procedure and rule 2016-2 of the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Delaware, have been satisfied; and that notice of the Application was appropriate, and that no other or further notice need to be provided; and after due deliberation and

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are: SunPower Corporation (8969); SunPower Corporation, Systems (8962); SunPower Capital, LLC (8450); SunPower Capital Services, LLC (9910); SunPower HoldCo, LLC (0454); SunPower North America, LLC (0194); Blue Raven Solar, LLC (3692); Blue Raven Solar Holdings, LLC (4577); BRS Field Ops, LLC (2370); and Falcon Acquisition HoldCo, Inc. (3335). The location of the Debtors’ service address for purposes of these chapter 11 cases is: 880 Harbour Way South, Suite 600, Richmond, CA 94804.

² Capitalized terms used, but not otherwise defined, herein shall have the same meanings ascribed to such terms in the *Amended Joint Chapter 11 Plan of SunPower Corporation and its Debtor Affiliates (Technical Modifications)*, dated October 17, 2024 [D.I. 829].

sufficient good cause appearing therefor:

IT IS HEREBY ORDERED THAT:

1. The Application is hereby GRANTED on a final basis, as set forth herein.
2. K&E is allowed, on a final basis, compensation in the amount of \$9,523,792.50 for professional services rendered during the Final Period.
3. K&E is allowed, on a final basis, the reimbursement of actual, reasonable, and necessary expenses in the amount of \$117,707.43 incurred during the Final Period.
4. The Wind-Down Debtors are authorized to pay to K&E all compensation and expense reimbursement allowed pursuant to this Order from the Professional Fee Escrow Account, less all amounts previously paid on account of such fees and expenses.
5. This Court shall retain jurisdiction with respect to all matters arising from or related to the implementation, interpretation or enforcement of this Order.

Dated: January 30th, 2025
Wilmington, Delaware



CRAIG T. GOLDBLATT
UNITED STATES BANKRUPTCY JUDGE